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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

JERRY TWINDE, On Behalf of Himself and All Others Similarly Situated, Plaintiff, v. THRESHOLD PHARMACEUTICALS, INC., HAROLD "BARRY" E. SELICK and JANET I. SWEARSON, Defendants.	Civil Action No.: 07 CV 6227 JSR (Consolidated with 07 CV 6490 JSR) CLASS ACTION REPLY DECLARATION OF STEWART KROLL IN SUPPORT OF DEFENDANTS' MOTION TO TRANSFER VENUE

1. I have been the Vice President of Biostatistics & Clinical Operations for Threshold Pharmaceuticals, Inc. ("Threshold") from January 2007 to the present. From January 2005 to December 2006, I was Threshold's Director of Biostatistics and later Senior Director of Biostatistics. I make this declaration in support of a motion to transfer the above-referenced case from the Southern District of New York to the Northern District of California. Except as otherwise indicated, I have personal knowledge of the facts set forth herein, and if called upon to do so, I could and would testify competently thereto.

2. In the course of my work at Threshold, I have become familiar with Threshold's TH-070 development program including the clinical trials conducted.

3. In May 2006, Threshold publicly announced that as a result of abnormalities observed in liver enzyme levels in six patients in ongoing clinical trials, the U.S. Food and Drug Administration had placed the TH-070 program in the United States on partial clinical hold and requested that Threshold provide additional information related to the drug's acceptable dose and duration of treatment in certain patients. Threshold also publicly announced that these abnormalities included three serious adverse events observed at three months of dosing in the Phase III European/Canadian clinical trial and three additional observations of elevated liver enzymes that occurred in other ongoing clinical trials.

4. None of the six patients referenced above received their TH-070 dosing at clinical trial sites in New York state or within 100 miles of New York City. In addition, none of these patients resided in New York state or within 100 miles of New York City during their study participation.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct. Executed this 4th day of September, 2007, at Redwood City, California.

Stewart Kroll